

ARNOLD & PORTER KAYE SCHOLER LLP
250 West 55th Street
New York, New York 10019
Telephone: (212) 836-8000
Facsimile: (212) 836-8689

Special Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., et al.,¹

Debtors.

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**THIRTY-NINTH MONTHLY FEE STATEMENT OF ARNOLD & PORTER
KAYE SCHOLER LLP FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR THE DEBTORS
FOR THE PERIOD FROM NOVEMBER 1, 2022 THROUGH NOVEMBER 30, 2022**

Name of Applicant	Arnold & Porter Kaye Scholer LLP
Applicant's Role in Case	Special Counsel to the Debtors
Date Order of Employment Signed	December 20, 2019
Period for Which Compensation and Reimbursement is Sought	November 1, 2022 through November 30, 2022

1 The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Summary of Total Fees and Expenses Requested	
Total Compensation Incurred	\$79,657.67 ²
Less 20% Holdback	\$15,931.53
Total Reimbursement Requested	\$267.40
Total Compensation and Reimbursement Requested in this Statement	\$63,993.54
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”), the *Order Authorizing the Retention and Employment of Arnold & Porter Kaye Scholer LLP as Special Counsel for the Debtors Nunc Pro Tunc to the Petition Date*, dated December 20, 2019 [Docket No. 691] (the “**Retention Order**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “**Interim Compensation Order**”), Arnold & Porter Kaye Scholer LLP (“**Arnold & Porter**”), special counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), submits this *Monthly Statement of Services Rendered and Expenses Incurred for the Period from November 1, 2022 Through November 30, 2022* (this “**Fee Statement**”).³ By this Fee Statement, Arnold & Porter seeks (i) compensation in the

² This amount reflects a reduction in fees in the amount of \$17,485.83 on account of voluntary discounts on fees as described in the Application of Debtors for Authority to Retain and Employ Arnold & Porter Kaye Scholer LLP as Special Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 593] (the “**Retention Application**”).

³ The period from November 1, 2022, through and including November 30, 2022, is referred to herein as the “**Fee Period**.”

amount of \$63,726.14 which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that Arnold & Porter incurred in connection with such services during the Fee Period (*i.e.*, \$79,657.67) and (ii) payment of \$267.40 for the actual, necessary expenses that Arnold & Porter incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. Attached hereto as **Exhibit A** is a chart of the number of hours expended and fees incurred (on an aggregate basis) by Arnold & Porter partners, counsel, associates, and paraprofessionals during the Fee Period with respect to each of the project categories Arnold & Porter established in accordance with its internal billing procedures. As reflected in **Exhibit A**, Arnold & Porter incurred \$79,657.67 in fees during the Fee Period. Pursuant to this Fee Statement, Arnold & Porter seeks reimbursement for 80% of such fees, totaling \$63,726.14.

2. Attached hereto as **Exhibit B** is a chart of Arnold & Porter professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$897.42.⁴ The blended hourly billing rate of all paraprofessionals is \$356.70.⁵

3. Attached hereto as **Exhibit C** is a chart of expenses that Arnold & Porter incurred or disbursed in the amount of \$267.40 in connection with providing professional services to the Debtors during the Fee Period.

⁴ This blended hourly rate is for all Arnold & Porter attorney timekeepers who provided services during the Fee Period and takes into account the voluntary discount.

⁵ This blended rate is for all Arnold & Porter paraprofessionals who provided services during the Fee Period and takes into account the voluntary discount.

4. Attached hereto as **Exhibit D** are the time records of Arnold & Porter for the Fee Period organized by project category with a daily time log describing the time spent by each attorney and other professional during the Fee Period.

Notice

5. Arnold & Porter will provide notice of this Fee Statement in accordance with the Interim Compensation Order. Arnold & Porter submits that no other or further notice be given.

[Remainder of Page Left Blank Intentionally]

WHEREFORE, Arnold & Porter, in connection with services rendered on behalf of the Debtors, respectfully requests (i) compensation in the amount of \$63,726.14, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that Arnold & Porter incurred in connection with such services during the Fee Period (*i.e.*, \$79,657.67) and (ii) payment of \$267.40 for the actual, necessary expenses that Arnold & Porter incurred in connection with such services during the Fee Period.

Dated:

January 11, 2023

Respectfully submitted,

By: /s/ Rory Greiss

ARNOLD & PORTER KAYE SCHOLER LLP

Rory Greiss
250 West 55th Street
New York, New York 10019
rory.greiss@arnoldporter.com

-AND-

Rosa J. Evergreen
601 Massachusetts Ave, NW
Washington, DC 2001-3743
rosa.evergreen@arnoldporter.com

Special Counsel to the Debtors

Exhibit A

Fees by Project Category

Project Category	Total Hours	Total Fees
Commercial Contracts Advice	8.60	\$7,825.26
Retention and Fee Applications	16.00	\$11,643.59
Government Contracts	24.60	\$22,596.33
Project Falcon	12.10	\$8,899.87
General Contracts Advice	7.50	\$7,687.50
Transactions	24.00	\$21,005.12
Total¹	92.80	\$79,657.67

¹ This amount reflects a reduction in fees in the amount of \$17,485.83 on account of voluntary discounts as described in the Retention Application.

Exhibit B

Professional and Paraprofessional Fees

Name of Professional Person	Position of the Applicant	Year of Obtaining License to Practice (if Applicable)	Hourly Billing Rate	Total Billed Hours	Total Compensation
Evergreen, Rosa J.	Partner	2005	1,150.00	3.40	\$3,910.00
Feinstein, Deborah L.	Partner	1987	1,460.00	0.30	\$438.00
Lindquist, Elizabeth F.	Partner	2010	1,170.00	20.30	\$23,751.00
Rothman, Eric	Partner	2008	1,040.00	0.80	\$832.00
Greiss, Rory	Sr. Counsel	1981	1,250.00	34.60	\$43,250.00
Pantea Garroussi	Counsel	1993	945.00	3.00	\$2,835.00
Wootton, Barbara H.	Counsel	1998	1,085.00	1.70	\$1,844.50
Ju, Esther	Associate	2021	630.00	6.80	\$4,284.00
Pettit, Thomas A.	Associate	2017	885.00	4.30	\$3,805.50
Sullivan, Sam	Associate	2020	710.00	4.50	\$3,195.00
Zausner, Ethan	Associate	2017	885.00	0.80	\$708.00
Marra, Bryan	Senior Attorney	2003	960.00	5.60	\$5,376.00
Reddix, Darrell	Legal Assistant		435.00	6.70	\$2,914.50
Total				92.80	97,143.50
Less 18% Discount					(\$17,485.83)
Discounted Total					\$79,657.67
Less 20% Holdback					(\$15,931.53)
Total Amount Requested Herein					\$63,726.14

Exhibit C

Summary of Actual and Necessary Expenses

Expense Category	Total Expenses
eData: Near-Line Storage	\$267.40
Total Expenses	\$267.40

Exhibit D

Detailed Time Records and Expenses

Arnold & Porter

Purdue Pharma L.P.
Attn: Maria Barton
General Counsel
One Stamford Forum
Stamford, CT 06901

January 11, 2023
Invoice # 30151644
EIN 53-0208605

Client/Matter # 1049218.00117

Commercial Contracts Advice

20170001233

For Legal Services Rendered through November 30, 2022	\$	9,543.00
Discount:		<u>-1,717.74</u>
Fee Total		7,825.26
Total Amount Due	\$	<u>7,825.26</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
Swift Code:	WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 719451
Philadelphia, PA 19171-9451

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January 11, 2023

Invoice # 30151644

(1049218.00117)**Commercial Contracts Advice****Legal Services:**

Name	Date	Hours	Narrative
Rory Greiss	11/01/22	0.80	Correspondence with Purdue team re: response to counterparty on supply agreement.
Rory Greiss	11/04/22	0.90	Correspondence with Purdue team, A. Miner and E. Rothman re: budget for potential contract dispute matter.
Rory Greiss	11/08/22	0.90	Review correspondence from counterparty re: status of supply agreement (.2); correspondence with Purdue team re: same (.2); correspondence with E. Zausner re: points to include in cover note to accompany revised draft of supply agreement (.5).
Ethan Zausner	11/08/22	0.80	Draft pdated supply agreement (.6); correspond with R. Greiss re same (.2).
Rory Greiss	11/09/22	0.70	Correspondence with Purdue team re: questions on supply agreement and sending revised draft to counterparty (.5); review letter sent to counterparty in contract dispute matter (.2).
Rory Greiss	11/11/22	0.60	Correspondence with Purdue team and E. Zausner re: clearance to send revised draft of supply agreement to counterparty.
Rory Greiss	11/15/22	0.30	Correspondence with P. Garroussi re: software services agreement.
Rory Greiss	11/16/22	0.60	Correspondence with P. Garroussi re: software services agreement (.2); review of revisions of agreement (.2); further correspondence with P. Garroussi (.2).
Pantea Garroussi	11/16/22	3.00	Review, revise software services agreement.
Total Hours		8.60	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	4.80	1,250.00	6,000.00
Pantea Garroussi	3.00	945.00	2,835.00
Ethan Zausner	0.80	885.00	708.00
TOTAL	8.60		9,543.00

Total Current Amount Due**\$7,825.26**

Arnold & Porter

Purdue Pharma L.P.
Attn: Roxana Aleali
Associate General Counsel
One Stamford Forum
Stamford, CT 06901

January 11, 2023
Invoice # 30151647
EIN 53-0208605

Client/Matter # 1049218.00148

Retention and Fee Applications

20190002705

For Legal Services Rendered through November 30, 2022	\$	14,199.50
Discount:		<u>-2,555.91</u>
Fee Total		11,643.59
Total Amount Due	\$	<u>11,643.59</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
Swift Code:	WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 719451
Philadelphia, PA 19171-9451

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January 11, 2023

Invoice # 30151647

(1049218.00148)
Retention and Fee Applications**Legal Services:**

Name	Date	Hours	Narrative
Rory Greiss	11/01/22	0.30	Correspondence with R. Evergreen re: filing of Supplemental Declaration with Bankruptcy Court.
Rosa J. Evergreen	11/01/22	0.50	Review and finalize declaration (.2); correspond with R. Greiss re same (.1); attend to filing of same (.2).
Darrell B. Reddix	11/01/22	0.10	Finalize R. Greiss supplemental declaration.
Rory Greiss	11/02/22	1.20	Review October monthly statement.
Rosa J. Evergreen	11/02/22	0.50	Correspond with R. Greiss and D. Reddix re September monthly report (.2); review and comment on statement (.2); correspond with R. Greiss re same (.1).
Darrell B. Reddix	11/02/22	1.80	Prepare September monthly fee statement (1.3); correspond with R. Evergreen and R. Greiss re same (.5).
Rosa J. Evergreen	11/03/22	0.50	Review and comment on monthly statement (.3); correspond with D. Reddix and R. Greiss re same (.2).
Darrell B. Reddix	11/03/22	1.60	Prepare September monthly fee statement (1.1); correspond with R. Evergreen and R. Greiss re same (.2); file and serve same (.3).
Rosa J. Evergreen	11/04/22	0.40	Correspond with R. Greiss re monthly application (.1); review Fee Examiner's interim report (.2); correspond with R. Greiss re same (.1).
Rory Greiss	11/05/22	1.30	Review Fee Examiner's Report on Ninth Interim Fee Application (.3); prepare response (1.0).
Rory Greiss	11/07/22	0.60	Finalize draft response to Fee Examiner's report (.3); correspondence with R. Evergreen re same (.3).
Rosa J. Evergreen	11/07/22	0.30	Correspond with R. Greiss re application and fee examiner report.
Rory Greiss	11/09/22	0.30	Finalize response to Fee Examiner's Report (.2); correspondece with Fee Examiner re same (.1).
Rosa J. Evergreen	11/09/22	0.20	Review monthly statement (.1); correspond with R. Greiss re same (.1).
Rory Greiss	11/14/22	0.30	Correspondence with DPW re: hearing on interim fee applications.
Rosa J. Evergreen	11/14/22	0.20	Review K. Fine correspondence re hearing and agenda (.1); correspond with R. Greiss re same (.1).
Rory Greiss	11/15/22	0.40	Review proposed order re: interim fee applications (.2); correspondence with DPW re: same (.2).
Rosa J. Evergreen	11/15/22	0.30	Review hearing notice (.1); correspond with R. Greiss re same (.1); review order re: interim fee applications (.1).
Rory Greiss	11/16/22	0.80	Prepare for and attend bankruptcy court hearing on interim fee applications.
Rory Greiss	11/17/22	0.40	Review revised monthly statement (.3); correspond with D. Reddix re same (.1).
Rosa J. Evergreen	11/17/22	0.20	Correspond with D. Reddix and R. Greiss re monthly statement.
Darrell B. Reddix	11/17/22	1.70	Prepare October monthly fee statement.
Rory Greiss	11/18/22	0.30	Correspondence with A&P team and Purdue billing team re: September statement.
Rosa J. Evergreen	11/18/22	0.30	Correspond with R. Greiss re September statement and order (1); review October statement (.2).

January 11, 2023

Invoice # 30151647

Name	Date	Hours	Narrative
Darrell B. Reddix	11/18/22	1.50	Prepare October monthly fee report.
Total Hours		16.00	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rosa J. Evergreen	3.40	1,150.00	3,910.00
Rory Greiss	5.90	1,250.00	7,375.00
Darrell B. Reddix	6.70	435.00	2,914.50
TOTAL	16.00		14,199.50

Total Current Amount Due

\$11,643.59

Arnold & Porter

Purdue Pharma L.P.
Attn: Roxana Aleali
Associate General Counsel
One Stamford Forum
Dept. VN: 1008442
Stamford, CT 06901-3431

January 11, 2023
Invoice # 30151645
EIN 53-0208605

Client/Matter # 1049218.00155

Government Contracts

20210003110

For Legal Services Rendered through November 30, 2022	27,556.50
Discount:	<u>-4,960.17</u>
Fee Total	22,596.33
Total Amount Due	\$ <u>22,596.33</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
Swift Code:	WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 719451
Philadelphia, PA 19171-9451

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January 11, 2023

Invoice # 30151645

(1049218.00155)
Government Contracts**Legal Services:**

Name	Date	Hours	Narrative
Elizabeth F. Lindquist	11/01/22	2.60	Telephone conference with Purdue team regarding government contracting issues (.7); draft analysis of certain issues regarding government program contracts in connection with project (1.9).
Thomas A. Pettit	11/04/22	0.40	Draft System for Award Management certifications and representations cover letter.
Elizabeth F. Lindquist	11/11/22	0.50	Draft communication to VA regarding subcontracting plan.
Thomas A. Pettit	11/11/22	0.20	Review e-mail correspondence regarding subcontracting plan.
Elizabeth F. Lindquist	11/14/22	3.80	Teleconference with client regarding government contracting issues (.6); draft analysis of certain issues regarding government program agreements in connection with project (2.8); correspond with client regarding same (.4).
Thomas A. Pettit	11/14/22	0.60	Teleconference with client regarding government contracts issues.
Elizabeth F. Lindquist	11/17/22	0.70	Review, revise draft subcontracting plan change request (.5); correspond with T. Pettit regarding same (.2).
Thomas A. Pettit	11/18/22	2.40	Analysis of small business subcontracting plan (1.2); draft letter to the Department of Veterans Affairs regarding subcontracting plan (.7); revise Avrio System for Award Management letter (.5).
Elizabeth F. Lindquist	11/23/22	1.80	Research questions posed by Purdue team regarding certain issues regarding government program agreements in connection with project.
Elizabeth F. Lindquist	11/28/22	4.40	Telephone conference with client regarding government contracting issues (.4); prepare draft communication to VA regarding small business subcontracting plan issues (1.6); draft response to questions posed by client regarding System for Award Management registration representations and certifications (1.1); draft letter regarding System for Award Management responses (1.1); correspond with T. Pettit regarding same (.2).
Thomas A. Pettit	11/28/22	0.70	Research re certification question (.3); teleconference with client regarding government contracting issues (.4).
Elizabeth F. Lindquist	11/29/22	2.90	Correspond with T. Pettit regarding System for Award Management registration issues (.3); draft project documentation (1.5); draft memorandum to file regarding System for Award Management disclosures (1.1).
Elizabeth F. Lindquist	11/30/22	3.60	Revise project documentation (1.4); correspond with Purdue team (Skadden) regarding same (.4); draft memorandum to file regarding System for Award Management disclosures (1.0); draft responses to questions posed by Purdue team regarding System for Award Management registration issues (.8).
Total Hours		24.60	

January 11, 2023

Invoice # 30151645

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Partner			
Elizabeth F. Lindquist	20.30	1,170.00	23,751.00
Subtotal:	20.30		23,751.00
Associate			
Thomas A. Pettit	4.30	885.00	3,805.50
Subtotal:	4.30		3,805.50
TOTAL	24.60		27,556.50

Total Current Amount Due

\$22,596.33

Arnold & Porter

Purdue Pharma L.P.
Attn: Rachel Kreppel
Associate General Counsel
One Stamford Forum
Stamford, CT 06901-3431

January 11, 2023
Invoice # 30151648
EIN 53-0208605

Client/Matter # 1049218.00157

Project Falcon

20210003133

For Legal Services Rendered through November 30, 2022	10,853.50
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Discount:	<u>-1,953.63</u>
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Fee Total	8,899.87
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Disbursements Recorded through November 30, 2022

eData: Near-Line Storage	267.40
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Disbursements Total	\$ <u>267.40</u>
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Total Amount Due	\$ <u>9,167.27</u>
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Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
Swift Code:	WFBIUS6S

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January 11, 2023

Invoice # 30151648

(1049218.00157)
Project Falcon**Legal Services:**

Name	Date	Hours	Narrative
Barbara H. Wootton	11/08/22	0.10	Telephone call with Purdue team re debrief.
Bryan M. Marra	11/09/22	1.00	Correspond with A&P team re potential clawback documents (.3); review potential clawback documents (.7).
Bryan M. Marra	11/10/22	0.50	Correspond with A&P team re potential clawback documents (.2); review potential clawback documents (.3).
Bryan M. Marra	11/11/22	0.30	Review, comment on email summary of clawback documents.
Sam Sullivan	11/12/22	0.20	Draft outline of white paper to be sent to agency.
Sam Sullivan	11/14/22	3.30	Correspond with D. Feinstein, B. Marra, and B. Wootton regarding appropriate redactions on documents to be clawed back (.6); draft outline of white paper to be submitted to agency (2.7).
Bryan M. Marra	11/14/22	0.50	Correspond with A&P team re clawback documents.
Barbara H. Wootton	11/15/22	0.10	Correspond with D. Feinstein, S. Sullivan and B. Marra re privilege status of documents, potential claw backs and privilege downgrades.
Sam Sullivan	11/15/22	0.80	Review documents to be clawed back for redaction (.7); correspond with A&P team re same (.1).
Bryan M. Marra	11/15/22	1.50	Correspond with A&P team re clawback documents.
Barbara H. Wootton	11/23/22	0.10	Correspond with D. Feinstein re agency letter re data questions.
Deborah L. Feinstein	11/27/22	0.30	Edit outline for white paper.
Sam Sullivan	11/27/22	0.20	Revise white paper outline.
Barbara H. Wootton	11/28/22	0.90	Review, analyze prior produced data for response to agency data questions (.4); correspond with Purdue team re same (.1); correspond with economist team re same (.1); telephone call with Purdue team re agency theories and deposition preparation (.3).
Barbara H. Wootton	11/29/22	0.40	Review, revise draft white paper outline.
Bryan M. Marra	11/29/22	1.00	Correspond with A&P team re: clawbacks; (.6); review searches of potential clawbacks (.4).
Barbara H. Wootton	11/30/22	0.10	Review and comment re draft claw back letter to agency.
Bryan M. Marra	11/30/22	0.80	Draft clawback letter (.5); correspond with A&P team re: same (.3).
Total Hours		12.10	

January 11, 2023

Invoice # 30151648

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Partner			
Deborah L. Feinstein	0.30	1,460.00	438.00
Subtotal:	0.30		438.00
Counsel			
Barbara H. Wootton	1.70	1,085.00	1,844.50
Subtotal:	1.70		1,844.50
Senior Attorney			
Bryan M. Marra	5.60	960.00	5,376.00
Subtotal:	5.60		5,376.00
Associate			
Sam Sullivan	4.50	710.00	3,195.00
Subtotal:	4.50		3,195.00
TOTAL	12.10		10,853.50

Total Current Amount Due

\$9,167.27

Arnold & Porter

Rhodes Pharmaceuticals L.P.
Attn: Roxana Aleali
498 Washington St.
Coventry, RI 02816

January 11, 2023
Invoice # 30151649
EIN 53-0208605

Client/Matter # 1051218.00004

General Contracts Advice

20220003291

For Legal Services Rendered through November 30, 2022	9,375.00
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Discount:	<u>-1,687.50</u>
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Fee Total	7,687.50
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Total Amount Due	\$ <u>7,687.50</u>
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Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 719451 Philadelphia, PA 19171-9451
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Please include invoice number on all remittances

For billing inquiries or copies of invoices, please contact: Invoice@arnoldporter.com

January 11, 2023

Invoice # 30151649

(1051218.00004)
General Contracts Advice

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	11/03/22	2.80	Complete preparation of draft amendment to exclusive license and supply agreement (2.2); correspondence with E. Rothman re: draft (.3); correspondence with Rhodes team re: draft (.3).
Rory Greiss	11/08/22	0.80	Correspondence with Rhodes team re: amendment to license agreement (.3); revise amendment (.4); correspondence with Rhodes team re same (.1).
Rory Greiss	11/14/22	0.60	Review correspondence from Rhodes team re: equipment sale agreement (.1); review, analyze agreement (.5).
Rory Greiss	11/15/22	2.70	Review and revise equipment sale agreement (2.3); and correspondence with Rhodes team re: same (.4).
Rory Greiss	11/30/22	0.60	Correspondence with Rhodes team re: surplus assets agreement (.2); prepare comparison document to show changes in draft agreement re: surplus assets (.4).
Total Hours		7.50	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Counsel			
Rory Greiss	7.50	1,250.00	9,375.00
Subtotal:	7.50		9,375.00
TOTAL	7.50		9,375.00

Total Current Amount Due **\$7,687.50**

Arnold & Porter

Rhodes Pharmaceuticals L.P.
Attn: Roxana Aleali
498 Washington St.
Coventry, RI 02816

January 11, 2023
Invoice # 30151650
EIN 53-0208605

Client/Matter # 1051218.00005

Transactions

20220003292

For Legal Services Rendered through November 30, 2022	25,616.00
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Discount:	<u>-4,610.88</u>
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Fee Total	21,005.12
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Total Amount Due	\$ <u>21,005.12</u>
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Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 719451 Philadelphia, PA 19171-9451
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Please include invoice number on all remittances

For billing inquiries or copies of invoices, please contact: Invoice@arnoldporter.com

January 11, 2023

Invoice # 30151650

(1051218.00005)
Transactions**Legal Services:**

Name	Date	Hours	Narrative
Rory Greiss	11/08/22	0.40	Correspondence with Rhodes team re: MOU.
Rory Greiss	11/14/22	0.30	Review correspondence with Rhodes team re: comments from counterparty on purchase agreement.
Rory Greiss	11/17/22	2.60	Correspondence with Rhodes team re: new supply agreements (.5); review term sheet for supply agreement (.4); review documents for appropriate precedents (.8); correspondence with E. Rothman re: new agreements (.3); videoconference with E. Ju re: terms and schedule (.6).
Esther Ju	11/17/22	0.60	Correspond with R. Greiss re supply agreement (.2); draft agreement (.4).
Esther Ju	11/18/22	0.90	Further draft supply agreement.
Rory Greiss	11/21/22	2.80	Review term sheet for sale of patch assets (.5); revise term sheet (1.4); correspondence with E. Rothman re further revisions (.9).
Eric Rothman	11/21/22	0.80	Review and comment on term sheet.
Esther Ju	11/21/22	4.30	Proofread and revise supply agreement.
Rory Greiss	11/22/22	4.40	Review, revise draft supply agreement (3.9); correspondence with E. Ju re same (.2); review further revised draft to be sent to Rhodes team (.3).
Esther Ju	11/22/22	1.00	Review and finalize supply agreement (.2); correspond with R. Greiss re same (.1); revise supply agreement (.7).
Rory Greiss	11/28/22	2.60	Videoconference with Rhodes team re: draft term sheet (.8); revise term sheet (1.8).
Rory Greiss	11/29/22	2.80	Correspondence with Rhodes team re: comments on latest draft of term sheet (.7); revise term sheet (1.8); review correspondence re: supply agreement (.3).
Rory Greiss	11/30/22	0.50	Correspondence with Rhodes team re: revised term sheet.
Total Hours		24.00	

January 11, 2023

Invoice # 30151650

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Partner			
Eric Rothman	0.80	1,040.00	832.00
Subtotal:	0.80		832.00
Counsel			
Rory Greiss	16.40	1,250.00	20,500.00
Subtotal:	16.40		20,500.00
Associate			
Esther Ju	6.80	630.00	4,284.00
Subtotal:	6.80		4,284.00
TOTAL	24.00		25,616.00

Total Current Amount Due

\$21,005.12